



The David J. Joseph Company



June 13, 2006

RECORDATION NO. 26396 FILED

Mr. Vernon Williams
Recordations Unit
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423-0006

JUN 15 '06

4-43 PM

SURFACE TRANSPORTATION BOARD

Dear Mr. Williams:

Please find enclosed, two (2) originals of the Memorandum of Railroad Equipment Lease Agreement dated as of June 1, 2006 between the following parties:

Lessee:	Weyerhaeuser Company 33663 Weyerhaeuser Way Federal Way, WA 98003
Lessor:	The David J. Joseph Company 300 Pike Street Cincinnati, OH 45202

Please see Exhibit A for the equipment, (50) railcars, involved in this transaction.

This filing is to appear in the index as follows: Memorandum of Railroad Equipment Lease Agreement dated as of June 1, 2006 related to fifty (50) railcars bearing reporting marks: FCEN 96500 - 96549, inclusive.

Please file this agreement as a primary document. The amount of \$34.00 is included on the enclosed check No. 580661 for the filing fees for this document. Please return a stamped original to my attention.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 419-6062.

Sincerely,

Julie M. Woodard
Documentation Coordinator

Enclosures

JUN 15 '06

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**MEMORANDUM OF
RAILROAD EQUIPMENT LEASE AGREEMENT SURFACE TRANSPORTATION BOARD**

This **MEMORANDUM OF RAILROAD EQUIPMENT LEASE** ("Memorandum of Lease") entered into this 1st day of June, 2006, is intended to evidence the lease dated as of June 1, 2006 (the "Lease"), between **THE DAVID J. JOSEPH COMPANY**, a Delaware corporation ("Lessor"), and **WEYERHAEUSER COMPANY**, a Washington corporation ("Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U.S.C. 11301. Lessee has the right to use the fifty (50) railcars described in Exhibit A attached hereto (the "Units"). Lessee is renting from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

IN WITNESS WHEREOF, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature.

THE DAVID J. JOSEPH COMPANYBy: Name: James H. GoetzTitle: Executive Vice President & CFODate: June 1, 2006**WEYERHAEUSER COMPANY**By: Name: DALE KINGTitle: DIRECTOR OF RAIL SERVICESDate: 6/8/06

STATE OF OHIO)
)
COUNTY OF HAMILTON)

SS:

The foregoing instrument was acknowledged before me this 1st day of June, 2006, by James H. Goetz, the Executive Vice President & CFO of The David J. Joseph Company, a Delaware corporation, on behalf of the corporation.

Angela Denise Watts
Notary Public

My Commission expires:

ANGELA DENISE WATTS
Attorney at Law
Notary Public, State of Ohio
My Commission Has No Expiration
Date Section 147.03 O.R.C.

STATE OF Washington)
)
COUNTY OF King)

SS:

The foregoing instrument was acknowledged before me this 8th day of June, 2006, by Dale King, the Director of Rail Services of Weyerhaeuser Company, a Washington corporation, on behalf of the corporation.

Justine A. Vanderhaar
Notary Public

My Commission expires:

2-15-08

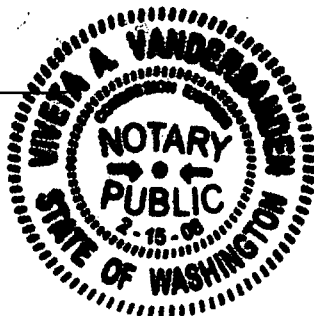


EXHIBIT A

To the Memorandum of Lease dated June 1, 2006, between The David J. Joseph Company and Weyerhaeuser Company.

DESCRIPTION OF UNITS

Fifty (50) railcars bearing reporting marks:

FCEN 96500-96549, inclusive